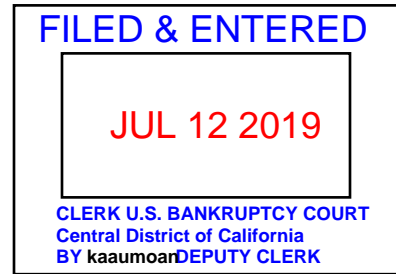


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Proposed Attorneys for Debtors and Debtors in
Possession, SCOOBEEZ, SCOOBEEZ GLOBAL,
INC., and SCOOBUR, LLC

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
LOS ANGELES DIVISION

IN RE:
SCOOBEEZ, ET AL.

Case No. 2:19-bk-14989-WB
Jointly Administered:
2:19-bk-14991-WB; 2:19-bk-14997-WB

DEBTORS AND DEBTORS IN POSSESSION. CHAPTER 11

AFFECTS:
☒ ALL DEBTORS
☐ SCOOBEEZ, ONLY
☐ SCOOBEEZ GLOBAL, INC., ONLY
☐ SCOOBUR LLC, ONLY

**ORDER GRANTING DEBTORS'
APPLICATION FOR AN ORDER
AUTHORIZING AND APPROVING THE
EMPLOYMENT AND RETENTION OF
WEISS AS CHIEF RESTRUCTURING
OFFICER OF THE DEBTOR *NUNC PRO
TUNC* TO MAY 16, 2019**

JUDGE: HON. JULIA BRAND

Upon the review and consideration of the Debtors' Application (the "Application")¹ for an
Order Authorizing and Approving the Employment and Retention of Brian Weiss ("Weiss") as Chief

¹ Capitalized terms used herein but not otherwise defined shall have the meaning ascribed to such terms in the Application.

1 Restructuring Officer of the Debtor *Nunc Pro Tunc* to May 16, 2019 pursuant to sections 105(a) and 363(b)
2 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2014 of the Federal Rules of
3 Bankruptcy Procedure (the “Bankruptcy Rules”); the Declaration of Brian Weiss in Support Thereof; and
4 the Stipulation Resolving Opposition of Official Committee of Unsecured Creditors to Debtors’
5 Application for an Order Authorizing and Approving (I) Appointing Brian Weiss as Chief Restructuring
6 Officer of the Debtors *Nunc Pro Tunc* to May 16, 2019 (the “Stipulation”); and the records, pleadings, and
7 other documents on file in the case; the Court having found that notice of the Application was proper; the
8 Court having considered the objections and other responses filed in connection with the Application; and
9 good cause appearing therefor,

10 **IT IS HEREBY ORDERED THAT:**

11 1. The Application is granted in its entirety, subject to the terms of the Stipulation, which is
12 approved and incorporated into this Order.

13 2. The Debtors are authorized, *nunc pro tunc* to May 16, 2019, to employ and retain Weiss as
14 Chief Restructuring Officer of the Debtors all pursuant to the terms set forth in the Application, and
15 subject to the terms of the Stipulation.

16 3. All compensation and reimbursement due to, and other rights of Weiss under the
17 Application shall be treated and allowed as administrative expenses in accordance with section 503 of the
18 Bankruptcy Code and shall be paid in accordance with the Application, as modified by the terms of the
19 Stipulation.

20 4. Notwithstanding anything contained in the Application or the Stipulation to the contrary,
21 the Debtors, in consultation with Hillair, may terminate the engagement with Weiss at any time without
22 notice if the Debtors determine that continuing with the Engagement could expose them to undue
23 financial or reputational risk, or otherwise is no longer in the best interests of the estates, provided the
24 Debtors shall provide the Committee with 5 days’ advance notice of any such termination.

25 5. Notwithstanding anything contained in the Application to the contrary:

26 a. No party shall be indemnified for any losses in the event there is a judicial
27 determination that such losses resulted primarily from that party’s bad faith, gross negligence or willful
28

1 misconduct.


2 b. The Debtors shall indemnify Weiss to this matter solely to the extent
3 indemnification is provided for the Debtors' other officers and directors as provided for in the Debtors'
4 corporate bylaws, under applicable state laws, and in the Debtors' existing insurance policies. The
5 Debtors shall add Weiss to their existing insurance policies.

6 6. Monthly fee statements prepared by the CRO shall be filed with the Court and served
7 upon the Committee, Hillair Capital Management, LLC, the United States Trustee, and all parties
8 requesting notice by not later than fifteen (15) days following the end of the month for which fees are
9 requested. If no party objects to the CRO's monthly fee statement within 15 days, the statement shall be
10 deemed approved and may be paid by the Debtors.

11 7. The Court shall retain jurisdiction to hear and determine all matters arising from or related
12 to the implementation of this Order.

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24 Date: July 12, 2019

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Julia W. Brand
United States Bankruptcy Judge

1 APPROVED AS TO FORM:

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3 THE DEBTORS:
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5 By: John A. Simon
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9 OFFICE OF THE U.S. TRUSTEE
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11 By:
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13 THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
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15 By: John-Patrick M. Fritz
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1 APPROVED AS TO FORM:

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3 THE DEBTORS:

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8 OFFICE OF THE U.S. TRUSTEE

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11 By: *Alvin Han, Trust Attorney*

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13 THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

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15 By: John-Patrick M. Fritz

1 APPROVED AS TO FORM:

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8 OFFICE OF THE U.S. TRUSTEE

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11 By:

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17 By: John-Patrick M. Fritz

1 APPROVED AS TO FORM:

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3 THE DEBTORS:

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5 By: John A. Simon
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8 OFFICE OF THE U.S. TRUSTEE
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11 By:

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13 THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
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15 By: John-Patrick Fritz
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